

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicants : Palatov, et al.)
 App. No. : 09/506,261)
 Filed : February 17, 2000)
 For : VIDEO CONTENT DISTRIBUTION)
 SYSTEM INCLUDING AN)
 INTERACTIVE KIOSK, A)
 PORTABLE ELECTRONIC)
 STORAGE DEVICE, AND A SET-)
 TOP BOX)
 Examiner : UNKNOWN)



ESTABLISHMENT OF RIGHT OF ASSIGNEE TO TAKE ACTION
AND
REVOCATION AND POWER OF ATTORNEY

Assistant Commissioner for Patents
 Washington, D.C. 20231

Dear Sir:

The undersigned is empowered to act on behalf of the assignee below (the "Assignee"). A true copy of the original Assignment of the above-captioned application from the inventor(s) to the Assignee is attached hereto. This Assignment represents the entire chain of title of this invention from the Inventor(s) to the Assignee.

I declare that all statements made herein are true, and that all statements made upon information and belief are believed to be true, and further, that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that willful, false statements may jeopardize the validity of the application, or any patent issuing thereon.

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The undersigned hereby revokes any previous powers of attorney in the subject application, and hereby appoints the registrants of Knobbe, Martens, Olson & Bear, LLP, 620 Newport Center Drive, Sixteenth Floor, Newport Beach, California 92660, Telephone (949) 760-0404, **Customer No. 20,995**, as its attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the U.S. Patent and Trademark Office connected herewith. This appointment is to be to the exclusion of the inventor(s) and his attorney(s) in accordance with the provisions of 37 C.F.R. § 3.71.

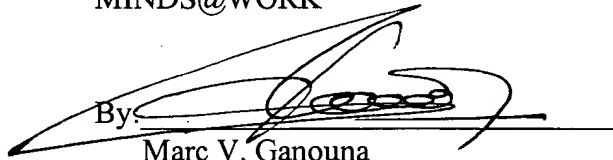
Please use **Customer No. 20,995** for all communications.

MINDS@WORK

Dated: _____

5.1.2000

By: _____



Marc V. Ganouna

Title: President and Chief Executive Officer

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